

1 H.483

2 SHORT FORM

3 Introduced by Representatives Botzow of Pownal and Kupersmith of South

4 Burlington

5 Referred to Committee on

6 Date:

7 Subject: Commerce and trade; Uniform Commercial Code; secured

8 transactions

9 Statement of purpose of bill as introduced: This bill proposes to adopt

10 revisions to Article 9 of the Uniform Commercial Code.

11 An act relating to adopting revisions to Article 9 of the Uniform
12 Commercial Code

13 It is hereby enacted by the General Assembly of the State of Vermont:

14 ~~(TEXT OMITTED IN SHORT FORM BILLS)~~

Sec. 1. 9A V.S.A. Article 9 is amended to read:

Article 9. Secured Transactions

Part 1. Applicability, Definitions, and General Concepts

* * *

§ 9-102. DEFINITIONS AND INDEX OF DEFINITIONS

(a) In this article:

(1) "Accession" means goods that are physically united with other goods in such a manner that the identity of the original goods is not lost.

(2) "Account," except as used in "account for," means a right to payment of a monetary obligation, whether or not earned by performance, (i) for property that has been or is to be sold, leased, licensed, assigned, or otherwise disposed of, (ii) for services rendered or to be rendered, (iii) for a policy of insurance issued or to be issued, (iv) for a secondary obligation incurred or to be incurred, (v) for energy provided or to be provided, (vi) for the use or hire of a vessel under a charter or other contract, (vii) arising out of the use of a credit or charge card or information contained on or for use with the card, or (viii) as winnings in a lottery or other game of chance operated or sponsored by a state, governmental unit of a state, or person licensed or authorized to operate the game by a state or governmental unit of a state. The term includes health-care-insurance receivables. The term does not include (i) rights to payment evidenced by chattel paper or an instrument, (ii) commercial tort claims, (iii) deposit accounts, (iv) investment property, (v) letter-of-credit rights or letters of credit, or (vi) rights to payment for money or funds advanced or sold, other than rights arising out of the use of a credit or charge card or information contained on or for use with the card.

(3) "Account debtor" means a person obligated on an account, chattel paper, or general intangible. The term does not include persons obligated to

pay a negotiable instrument, even if the instrument constitutes part of chattel paper.

(4) "Accounting," except as used in "accounting for," means a record:

(A) authenticated by a secured party;

(B) indicating the aggregate unpaid secured obligations as of a date not more than 35 days earlier or 35 days later than the date of the record; and

(C) identifying the components of the obligations in reasonable detail.

(5) "Agricultural lien" means an interest, other than a security interest, in farm products:

(A) which secures payment or performance of an obligation for:

(i) goods or services furnished in connection with a debtor's farming operation; or

(ii) rent on real property leased by a debtor in connection with its farming operation;

(B) which is created by statute in favor of a person that:

(i) in the ordinary course of its business furnished goods or services to a debtor in connection with a debtor's farming operation; or

(ii) leased real property to a debtor in connection with the debtor's farming operation; and

(C) whose effectiveness does not depend on the person's possession of the personal property.

(6) "As-extracted collateral" means:

(A) oil, gas, or other minerals that are subject to a security interest that:

(i) is created by a debtor having an interest in the minerals before extraction; and

(ii) attaches to the minerals as extracted; or

(B) accounts arising out of the sale at the wellhead or minehead of oil, gas, or other minerals in which the debtor had an interest before extraction.

(7) "Authenticate" means:

(A) to sign; or

(B) ~~to execute or otherwise adopt a symbol, or encrypt or similarly process a record in whole or in part, with the present intent of the authenticating person to identify the person and adopt or accept a record~~ with present intent to adopt or accept a record, to attach to or logically associate with the record an electronic sound, symbol, or process.

(8) "Bank" means an organization that is engaged in the business of banking. The term includes savings banks, savings and loan associations, credit unions, and trust companies.

(9) *“Cash proceeds” means proceeds that are money, checks, deposit accounts, or the like.*

(10) *“Certificate of title” means a certificate of title with respect to which a statute provides for the security interest in question to be indicated on the certificate as a condition or result of the security interest’s obtaining priority over the rights of a lien creditor with respect to the collateral. The term includes another record maintained as an alternative to a certificate of title by the governmental unit that issues certificates of title if a statute permits the security interest in question to be indicated on the record as a condition or result of the security interest’s obtaining priority over the rights of a lien creditor with respect to the collateral.*

* * *

(71) *“Public organic record” means a record that is available to the public for inspection and is:*

(A) a record consisting of the record initially filed with or issued by a state or the United States to form or organize an organization and any record filed with or issued by the state or the United States which amends or restates the initial record;

(B) an organic record of a business trust consisting of the record initially filed with a state and any record filed with the state which amends or

restates the initial record, if a statute of the state governing business trusts
requires that the record be filed with the state; or

(C) a record consisting of legislation enacted by the legislature of a
state or the Congress of the United States which forms or organizes an
organization, any record amending the legislation, and any record filed with
or issued by the state or the United States which amends or restates the name
of the organization.

(72) “Pursuant to commitment,” with respect to an advance made or
other value given by a secured party, means pursuant to the secured party’s
obligation, whether or not a subsequent event of default or other event not
within the secured party’s control has relieved or may relieve the secured
party from its obligation.

~~(72)~~(73) “Record,” except as used in “for record,” “of record,”
“record or legal title,” and “record owner,” means information that is
inscribed on a tangible medium or which is stored in an electronic or other
medium and is retrievable in perceivable form.

~~(73)~~(74) “Registered organization” means an organization formed or
organized solely under the law of a single state or the United States ~~and as to~~
~~which the state or the United States must maintain a public record showing the~~
~~organization to have been organized by the filing of a public organic record~~
with, the issuance of a public organic record by, or the enactment of

legislation by the state or the United States. The term includes a business trust that is formed or organized under the law of a single state if a statute of the state governing business trusts requires that the business trust's organic record be filed with the state.

~~(74)~~(75) "Secondary obligor" means an obligor to the extent that:

(A) the obligor's obligation is secondary; or

(B) the obligor has a right of recourse with respect to an obligation secured by collateral against the debtor, another obligor, or property of either.

~~(75)~~(76) "Secured party" means:

(A) a person in whose favor a security interest is created or provided for under a security agreement, whether or not any obligation to be secured is outstanding;

(B) a person that holds an agricultural lien;

(C) a consignor;

(D) a person to which accounts, chattel paper, payment intangibles, or promissory notes have been sold;

(E) a trustee, indenture trustee, agent, collateral agent, or other representative in whose favor a security interest or agricultural lien is created or provided for; or

(F) a person that holds a security interest arising under section 2-401, 2-505, 2-711(3), 2A-508(5), 4-210, or 5-118.

~~(76)~~(77) “Security agreement” means an agreement that creates or provides for a security interest.

~~(77)~~(78) “Send,” in connection with a record or notification, means:

(A) to deposit in the mail, deliver for transmission, or transmit by any other usual means of communication, with postage or cost of transmission provided for, addressed to any address reasonable under the circumstances; or

(B) to cause the record or notification to be received within the time that it would have been received if properly sent under subdivision (A) of this subdivision ~~(77)~~(78).

~~(78)~~(79) “Software” means a computer program and any supporting information provided in connection with a transaction relating to the program. The term does not include a computer program that is included in the definition of goods.

~~(79)~~(80) “State” means a state of the United States, the District of Columbia, Puerto Rico, the United States Virgin Islands, or any territory or insular possession subject to the jurisdiction of the United States.

~~(80)~~(81) “Supporting obligation” means a letter-of-credit right or secondary obligation that supports the payment or performance of an account, chattel paper, a document, a general intangible, an instrument, or investment property.

~~(81)~~(82) *“Tangible chattel paper” means chattel paper evidenced by a record or records consisting of information that is inscribed on a tangible medium.*

~~(82)~~(83) *“Termination statement” means an amendment of a financing statement which:*

(A) identifies, by its file number, the initial financing statement to which it relates; and

(B) indicates either that it is a termination statement or that the identified financing statement is no longer effective.

~~(83)~~(84) *“Transmitting utility” means a person primarily engaged in the business of:*

(A) operating a railroad, subway, street railway, or trolley bus;

(B) transmitting communications electrically, electromagnetically, or by light;

(C) transmitting goods by pipeline or sewer; or

(D) transmitting or producing and transmitting electricity, steam, gas, or water.

* * *

§ 9-105. CONTROL OF ELECTRONIC CHATTEL PAPER

(a) A secured party has control of electronic chattel paper if a system employed for evidencing the transfer of interests in the chattel paper reliably

establishes the secured party as the person to which the chattel paper was assigned.

(b) A system satisfies subsection (a) of this section if the record or records comprising the chattel paper are created, stored, and assigned in such a manner that:

(1) a single authoritative copy of the record or records exists which is unique, identifiable and, except as otherwise provided in paragraphs (4), (5), and (6), unalterable;

(2) the authoritative copy identifies the secured party as the assignee of the record or records;

(3) the authoritative copy is communicated to and maintained by the secured party or its designated custodian;

(4) copies or ~~revisions~~ amendments that add or change an identified assignee of the authoritative copy can be made only with the ~~participation~~ consent of the secured party;

(5) each copy of the authoritative copy and any copy of a copy is readily identifiable as a copy that is not the authoritative copy; and

(6) any ~~revision~~ amendment of the authoritative copy is readily identifiable as ~~an~~ authorized or unauthorized ~~revision~~.

* * *

Part 3. Perfection and Priority

§ 9-307. *LOCATION OF DEBTOR*

* * *

(f) Except as otherwise provided in subsection (i), a registered organization that is organized under the law of the United States and a branch or agency of a bank that is not organized under the law of the United States or a state are located:

(1) in the state that the law of the United States designates, if the law designates a state of location;

(2) in the state that the registered organization, branch, or agency designates, if the law of the United States authorizes the registered organization, branch, or agency to designate its state of location, including by designating its main office, home office, or other comparable office; or

(3) in the District of Columbia, if neither paragraph (1) nor paragraph (2) applies.

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§ 9-311. *PERFECTION OF SECURITY INTERESTS IN PROPERTY*

*SUBJECT TO CERTAIN STATUTES, REGULATIONS, AND
TREATIES*

(a) Except as otherwise provided in subsection (d) of this section, the filing of a financing statement is not necessary or effective to perfect a security interest in property subject to:

(1) a statute, regulation, or treaty of the United States whose requirements for a security interest's obtaining priority over the rights of a lien creditor with respect to the property preempt subsection 9-310(a) of this title;

(2) the following statutes of this state: 23 V.S.A. chapters 21 and 36; or

(3) a ~~certificate of title~~ statute of another jurisdiction which provides for a security interest to be indicated on ~~the~~ a certificate as a condition or result of the security interest's obtaining priority over the rights of a lien creditor with respect to the property.

* * *

§ 9-316. ~~CONTINUED PERFECTION OF SECURITY INTEREST~~

~~FOLLOWING EFFECT OF CHANGE IN GOVERNING LAW~~

* * *

(h) The following rules apply to collateral to which a security interest attaches within four months after the debtor changes its location to another jurisdiction:

(1) A financing statement filed before the change pursuant to the law of the jurisdiction designated in subsection 9-301(1) or 9-305(c) of this title is effective to perfect a security interest in the collateral if the financing statement would have been effective to perfect a security interest in the collateral had the debtor not changed its location.

(2) If a security interest perfected by a financing statement that is effective under subdivision (1) of this subsection becomes perfected under the law of the other jurisdiction before the earlier of the time the financing statement would have become ineffective under the law of the jurisdiction designated in subsection 9-301(1) or 9-305(c) of this title or the expiration of the four-month period, it remains perfected thereafter. If the security interest does not become perfected under the law of the other jurisdiction before the earlier time or event, it becomes unperfected and is deemed never to have been perfected as against a purchaser of the collateral for value.

(i) If a financing statement naming an original debtor is filed pursuant to the law of the jurisdiction designated in subsection 9-301(1) or 9-305(c) of this title and the new debtor is located in another jurisdiction, the following rules apply:

(1) The financing statement is effective to perfect a security interest in collateral acquired by the new debtor before, and within four months after, the new debtor becomes bound under subsection 9-203(d) of this title if the financing statement would have been effective to perfect a security interest in the collateral had the collateral been acquired by the original debtor.

(2) A security interest perfected by the financing statement, which becomes perfected under the law of the other jurisdiction before the earlier of the time the financing statement would have become ineffective under the law

of the jurisdiction designated in subsection 9-301(1) or 9-305(c) of this title or the expiration of the four-month period, remains perfected thereafter. A security interest perfected by the financing statement, which does not become perfected under the law of the other jurisdiction before the earlier time or event, becomes unperfected and is deemed never to have been perfected as against a purchaser of the collateral for value.

§ 9-317. INTERESTS THAT TAKE PRIORITY OVER OR TAKE FREE OF
SECURITY INTEREST OR AGRICULTURAL LIEN

* * *

(b) Except as otherwise provided in subsection (e) of this section, a buyer, other than a secured party, of tangible chattel paper, documents, goods, instruments, or a ~~security certificate~~ certificated security takes free of a security interest or agricultural lien if the buyer gives value and receives delivery of the collateral without knowledge of the security interest or agricultural lien and before it is perfected.

* * *

(d) A licensee of a general intangible or a buyer, other than a secured party, of ~~accounts, electronic chattel paper, general intangibles, or investment property~~ collateral other than tangible chattel paper, tangible documents, goods, instruments, or a certificated security takes free of a security interest if

the licensee or buyer gives value without knowledge of the security interest and before it is perfected.

* * *

*§ 9-326. PRIORITY OF SECURITY INTERESTS CREATED BY NEW
DEBTOR*

(a) Subject to subsection (b) of this section, a security interest that is created by a new debtor ~~which is in collateral in which the new debtor has or acquires rights and is perfected solely~~ by a filed financing statement that is effective solely under section 9-508 in collateral in which a new debtor has or acquires rights would be ineffective to perfect the security interest but for the application of subdivision 9-316(i)(1) or section 9-508 of this title is subordinate to a security interest in the same collateral which is perfected by another method.

* * *

*§ 9-406. DISCHARGE OF ACCOUNT DEBTOR; NOTIFICATION OF
ASSIGNMENT; IDENTIFICATION AND PROOF OF
ASSIGNMENT; RESTRICTIONS ON ASSIGNMENT OF
ACCOUNTS, CHATTEL PAPER, PAYMENT INTANGIBLES,
AND PROMISSORY NOTES INEFFECTIVE*

* * *

(e) Subsection (d) of this section does not apply to the sale of a payment intangible or promissory note, other than a sale pursuant to a disposition under section 9-610 of this title or an acceptance of collateral under section 9-620 of this title.

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*§ 9-408. RESTRICTIONS ON ASSIGNMENT OF PROMISSORY NOTES,
HEALTH CARE INSURANCE RECEIVABLES, AND CERTAIN
GENERAL INTANGIBLES INEFFECTIVE*

* * *

(b) Subsection (a) of this section applies to a security interest in a payment intangible or promissory note only if the security interest arises out of a sale of the payment intangible or promissory note, other than a sale pursuant to a disposition under section 9-610 of this section or an acceptance of collateral under section 9-620 of this section.

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*§ 9-502. CONTENTS OF FINANCING STATEMENT; RECORD OF
MORTGAGE AS FINANCING STATEMENT; TIME OF FILING
FINANCING STATEMENT*

* * *

(c) A record of a mortgage is effective, from the date of recording, as a financing statement filed as a fixture filing or as a financing statement covering as-extracted collateral or timber to be cut only if:

(1) the record indicates the goods or accounts that it covers;

(2) the goods are or are to become fixtures related to the real property described in the record or the collateral is related to the real property described in the record and is as-extracted collateral or timber to be cut;

(3) the record complies with the requirements for a financing statement in this section ~~other than an indication~~, but:

(A) the record need not indicate that it is to be filed in the real property records; and

(B) the record sufficiently provides the name of a debtor who is an individual if it provides the individual name of the debtor or the surname and first personal name of the debtor, even if the debtor is an individual to whom subdivision 9-503(a)(4) of this title applies; and

(4) the record is recorded.

(d) A financing statement may be filed before a security agreement is made or a security interest otherwise attaches.

§ 9-503. NAME OF DEBTOR AND SECURED PARTY

(a) A financing statement sufficiently provides the name of the debtor:

(1) ~~except as otherwise provided in subdivision (3) of this subsection, if the debtor is a registered organization or the collateral is held in a trust that is a registered organization, only if the financing statement provides the name of the debtor indicated that is stated to be the registered organization's name on the public organic record of most recently filed with or issued or enacted by the debtor's registered organization's jurisdiction of organization which shows the debtor to have been organized purports to state, amend, or restate the registered organization's name;~~

(2) ~~subject to subsection (f) of this section, if the debtor is a decedent's estate collateral is being administered by the personal representative of a decedent, only if the financing statement provides, as the name of the debtor, the name of the decedent and, in a separate part of the financing statement, indicates that the debtor is an estate collateral is being administered by a personal representative;~~

(3) ~~if the debtor is a trust or a trustee acting with respect to property held in trust, only if the financing statement:~~

~~(A) provides the name specified for the trust in its organic documents or, if no name is specified, provides the name of the settlor and additional information sufficient to distinguish the debtor from other trusts having one or more of the same settlors; and~~

~~(B) indicates, in the debtor's name or otherwise, that the debtor is a trust or is a trustee acting with respect to property held in trust; and if collateral is held in a trust that is not a registered organization, only if the financing statement:~~

~~(A) provides, as the name of the debtor:~~

~~(i) if the organic record of the trust specifies a name for the trust, the name specified; or~~

~~(ii) if the organic record of the trust does not specify a name for the trust, the name of the settlor or testator; and~~

~~(B) in a separate part of the financing statement:~~

~~(i) if the name is provided in accordance with subdivision (3)(A)(i) of this subsection, indicates that the collateral is held in a trust; or~~

~~(ii) if the name is provided in accordance with subdivision (3)(A)(ii) of this subsection, provides additional information sufficient to distinguish the trust from other trusts having one or more of the same settlors or the same testator and indicates that the collateral is held in a trust, unless the additional information so indicates;~~

~~(4) subject to subsection (g) of this section, if the debtor is an individual to whom this state has issued a driver's license that has not expired, only if the financing statement provides the name of the individual which is indicated on the driver's license;~~

(5) if the debtor is an individual to whom subdivision (4) of this subsection does not apply, only if the financing statement provides the individual name of the debtor or the surname and first personal name of the debtor; and

~~(4)~~(6) in other cases:

(A) if the debtor has a name, only if ~~it~~ the financing statement provides the individual or organizational name of the debtor; and

(B) if the debtor does not have a name, only if it provides the names of the partners, members, associates, or other persons comprising the debtor, in a manner that each name provided would be sufficient if the person named were the debtor.

(b) A financing statement that provides the name of the debtor in accordance with subsection (a) of this section is not rendered ineffective by the absence of:

(1) a trade name or other name of the debtor; or

(2) unless required under ~~subsection (a)(4)(B)~~ subdivision (a)(6)(B) of this section, names of partners, members, associates, or other persons comprising the debtor.

* * *

(f) The name of the decedent indicated on the order appointing the personal representative of the decedent issued by the court having jurisdiction

over the collateral is sufficient as the “name of the decedent” under subdivision (a)(2) of this section.

(g) If this state has issued to an individual more than one driver’s license of a kind described in subdivision (a)(4) of this section, the one that was issued most recently is the one to which subdivision (a)(4) refers.

(h) In this section, the “name of the settlor or testator” means:

(1) if the settlor is a registered organization, the name that is stated to be the settlor’s name on the public organic record most recently filed with or issued or enacted by the settlor’s jurisdiction of organization which purports to state, amend, or restate the settlor’s name; or

(2) in other cases, the name of the settlor or testator indicated in the trust’s organic record.

* * *

§ 9-507. EFFECT OF CERTAIN EVENTS ON EFFECTIVENESS OF
FINANCING STATEMENT

* * *

(b) Except as otherwise provided in subsection (c) of this section and section 9-508 of this title, a financing statement is not rendered ineffective if, after the financing statement is filed, the information provided in the financing statement becomes seriously misleading under section 9-506 of this title.

(c) If ~~a debtor so changes its~~ the name that a filed financing statement provides for a debtor becomes insufficient as the name of the debtor under subsection 9-503(a) of this title so that the financing statement becomes seriously misleading under section 9-506 of this title:

(1) the financing statement is effective to perfect a security interest in collateral acquired by the debtor before, or within four months after, the ~~change~~ financing statement becomes seriously misleading; and

(2) the financing statement is not effective to perfect a security interest in collateral acquired by the debtor more than four months after the ~~change~~ filed financing statement becomes seriously misleading, unless an amendment to the financing statement which renders the financing statement not seriously misleading is filed within four months after the ~~change~~ financing statement became seriously misleading.

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§ 9-515. DURATION AND EFFECTIVENESS OF FINANCING

STATEMENT; EFFECT OF LAPSED FINANCING STATEMENT

* * *

(f) If a debtor is a transmitting utility and a filed initial financing statement so indicates, the financing statement is effective until a termination statement is filed.

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§ 9-516. WHAT CONSTITUTES FILING; EFFECTIVENESS OF FILING

(a) Except as otherwise provided in subsection (b) of this section, communication of a record to a filing office and tender of the filing fee or acceptance of the record by the filing office constitutes filing.

(b) Filing does not occur with respect to a record that a filing office refuses to accept because:

(1) the record is not communicated by a method or medium of communication authorized by the filing office;

(2) an amount equal to or greater than the applicable filing fee is not tendered;

(3) the filing office is unable to index the record because:

(A) in the case of an initial financing statement, the record does not provide a name for the debtor;

(B) in the case of an amendment or ~~correction~~ information statement, the record:

(i) does not identify the initial financing statement as required by section 9-512 or 9-518 of this title, as applicable; or

(ii) identifies an initial financing statement whose effectiveness has lapsed under section 9-515 of this title;

(C) in the case of an initial financing statement that provides the name of a debtor identified as an individual or an amendment that provides a

name of a debtor identified as an individual which was not previously provided in the financing statement to which the record relates, the record does not identify the debtor's ~~last name~~ surname; or

(D) in the case of a record recorded in the filing office described in ~~section~~ subdivision 9-501(a)(1) of this title, the record does not provide a sufficient description of the real property to which it relates;

(4) in the case of an initial financing statement or an amendment that adds a secured party of record, the record does not provide a name and mailing address for the secured party of record;

(5) in the case of an initial financing statement or an amendment that provides a name of a debtor which was not previously provided in the financing statement to which the amendment relates, the record does not:

(A) provide a mailing address for the debtor; or

(B) indicate whether the name provided as the name of the debtor is the name of an individual or an organization; ~~or~~

~~(C) if the financing statement indicates that the debtor is an organization, provide:~~

~~(i) a type of organization for the debtor;~~

~~(ii) a jurisdiction of organization for the debtor; or~~

~~(iii) an organizational identification number for the debtor or~~

~~indicate that the debtor has none;~~

(6) *in the case of an assignment reflected in an initial financing statement under ~~section~~ subsection 9-514(a) of this title or an amendment filed under ~~section~~ subsection 9-514(b) of this title, the record does not provide a name and mailing address for the assignee; or*

(7) *in the case of a continuation statement, the record is not filed within the six-month period prescribed by ~~section~~ subsection 9-515(d) of this title.*

(c) *For purposes of subsection (b) of this section:*

(1) *a record does not provide information if the filing office is unable to read or decipher the information; and*

(2) *a record that does not indicate that it is an amendment or identify an initial financing statement to which it relates, as required by section 9-512, 9-514, or 9-518 of this title, is an initial financing statement.*

(d) *A record that is communicated to the filing office with tender of the filing fee, but which the filing office refuses to accept for a reason other than one set forth in subsection (b) of this section, is effective as a filed record except as against a purchaser of the collateral which gives value in reasonable reliance upon the absence of the record from the files.*

* * *

§ 9-518. CLAIM CONCERNING INACCURATE OR WRONGFULLY

FILED RECORD

(a) A person may file in the filing office ~~a correction~~ an information statement with respect to a record indexed there under the person's name if the person believes that the record is inaccurate or was wrongfully filed.

(b) ~~A correction~~ An information statement must shall:

(1) identify the record to which it relates by:

(A) the file number assigned to the initial financing statement to which the record relates; and

(B) if the correction statement relates to a record filed recorded in a filing office described in ~~section~~ subdivision 9-501(a)(1) of this title, the date that the initial financing statement was filed or recorded, and the information specified in ~~section~~ subsection 9-502(b) of this title;

(2) indicate that it is ~~a correction~~ an information statement; and

(3) provide the basis for the person's belief that the record is inaccurate and indicate the manner in which the person believes the record should be amended to cure any inaccuracy or provide the basis for the person's belief that the record was wrongfully filed.

(c) A person may file in the filing office an information statement with respect to a record filed there if the person is a secured party of record with respect to the financing statement to which the record relates and believes that the person that filed the record was not entitled to do so under subsection 9-509(d) of this title.

(d) An information statement under subsection (c) of this section shall:

(1) identify the record to which it relates by the file number assigned to the initial financing statement to which the record relates;

(2) indicate that it is an information statement; and

(3) provide the basis for the person's belief that the person that filed the record was not entitled to do so under subsection 9-509(d) of this title.

(e) The filing of a ~~correction~~ an information statement does not affect the effectiveness of an initial financing statement or other filed record.

* * *

§ 9-521. UNIFORM FORM OF WRITTEN FINANCING STATEMENT

AND AMENDMENT

(a) A filing office that accepts written records may not refuse to accept a written initial financing statement in the following form and format except for a reason set forth in ~~section~~ subsection 9-516(b) of this title:

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)	THE ABOVE SPACE IS FOR
B. E-MAIL CONTACT AT FILER (optional)	
C. SEND ACKNOWLEDGMENT TO: (Name and Address)	

					FILING OFFICE USE ONLY
<i>1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here <input type="checkbox"/> and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)</i>					
OR	<i>1a. ORGANIZATION'S NAME</i>				
	<i>1b. INDIVIDUAL'S SURNAME</i>	<i>FIRST PERSONAL NAME</i>	<i>ADDITIONAL NAME(S)/INITIAL(S) THAT ARE PART OF THE NAME OF THIS DEBTOR</i>		<i>SUFFIX</i>
<i>1c. MAILING ADDRESS</i>		<i>CITY</i>	<i>STATE</i>	<i>POSTAL CODE</i>	<i>COUNTRY</i>
<i>2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here <input type="checkbox"/> and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)</i>					
OR	<i>2a. ORGANIZATION'S NAME</i>				
	<i>2b. INDIVIDUAL'S SURNAME</i>	<i>FIRST PERSONAL NAME</i>	<i>ADDITIONAL NAME(S)/INITIAL(S) THAT ARE PART OF THE NAME OF THIS DEBTOR</i>		<i>SUFFIX</i>
<i>2c. MAILING ADDRESS</i>		<i>CITY</i>	<i>STATE</i>	<i>POSTAL CODE</i>	<i>COUNTRY</i>

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one

Secured Party name (3a or 3b)

OR	3a. ORGANIZATION'S NAME				
	3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX
	3c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

4. COLLATERAL: This financing statement covers the following collateral:

5. Check only if applicable and check only one box:

Collateral is ☐ held in a Trust (see UCC1Ad, Item 17 and Instructions)

☐ being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:

☐ Public-Finance Transaction ☐ Manufactured-Home Transaction

☐ A Debtor is a Transmitting Utility

6b. Check only if applicable and check only one box:

☐ Agricultural Lien ☐ Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer

☐ Bailee/Bailor ☐ Licensee/Licensors

8. OPTIONAL FILER REFERENCE DATA:

[UCC FINANCING STATEMENT (Form UCC1)]

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS

9. NAME OF FIRST DEBTOR: Same as item 1a or 1b on Financing Statement; if line 1b was left blank because Individual Debtor name did not fit, check here <input type="checkbox"/>				
OR	9a. ORGANIZATION'S NAME			
	9b. INDIVIDUAL'S SURNAME			
	FIRST PERSONAL NAME			
	ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX	
THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY				
10. DEBTOR'S NAME: Provide (10a or 10b) only <u>one</u> additional Debtor name or Debtor name that did not fit in line 1b or 2b of the Financing Statement (Form UCC1)(use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name) and enter the mailing address in line 10c				
OR	10a. ORGANIZATION'S NAME			
	10b. INDIVIDUAL'S SURNAME			
	FIRST PERSONAL NAME			
	ADDITIONAL NAME(S)/INITIAL(S) THAT ARE PART OF THE NAME OF THIS DEBTOR			SUFFIX
10c. MAILING ADDRESS		CITY	STATE	POSTAL CODE COUNTRY
11. <input type="checkbox"/> ADDITIONAL SECURED PARTY'S NAME <u>or</u> <input type="checkbox"/> ASSIGNOR SECURED PARTY'S NAME: Provide only <u>one</u> name (11a or 11b)				

<i>11a. ORGANIZATION'S NAME</i>				
<i>OR</i>	<i>11b. INDIVIDUAL'S SURNAME</i>	<i>FIRST PERSONAL NAME</i>	<i>ADDITIONAL NAME(S)/INITIAL(S)</i>	<i>SUFFIX</i>
	<i>11c. MAILING ADDRESS</i>	<i>CITY</i>	<i>STATE</i>	<i>POSTAL CODE</i>
				<i>COUNTRY</i>
<i>12. ADDITIONAL SPACE FOR ITEM 4 (Collateral)</i>				

<i>13. <input type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS (if applicable)</i>	<i>14. This FINANCING STATEMENT:</i> <i><input type="checkbox"/> covers timber to be cut <input type="checkbox"/> covers as-extracted collateral <input type="checkbox"/> is filed as a fixture filing</i>
<i>15. Name and address of a RECORD OWNER of real estate described in item 16 (if Debtor does not have a record interest):</i>	<i>16. Description of real estate:</i>
<i>17. MISCELLANEOUS:</i>	

[UCC FINANCING STATEMENT ADDENDUM (Form UCC1Ad)]

(b) A filing office that accepts written records may not refuse to accept a written record in the following form and format except for a reason set forth in ~~section~~ subsection 9-516(b) of this title:

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)	
B. E-MAIL CONTACT AT FILER (optional)	
C. SEND ACKNOWLEDGMENT TO: (Name and Address)	
THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY	
1a. INITIAL FINANCING STATEMENT FILE NUMBER	1b. <input type="checkbox"/> This FINANCING STATEMENT AMENDMENT <i>is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS Filer: attach Amendment Addendum (Form UCC3Ad) <u>and</u> provide Debtor's name in item 13.</i>
2. <input type="checkbox"/> TERMINATION: <i>Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement</i>	
3. <input type="checkbox"/> ASSIGNMENT (full or partial): <i>Provide name of Assignee in item 7a or 7b, <u>and</u> address of Assignee in item 7c <u>and</u> name of Assignor in item 9. For partial assignment, complete items 7 and 9 <u>and</u> also indicate affected collateral in item 8</i>	
4. <input type="checkbox"/> CONTINUATION: <i>Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law</i>	
5. <input type="checkbox"/> PARTY INFORMATION CHANGE: <i>Check <u>one</u> of these two boxes:</i>	

This Change affects ☐ Debtor or ☐ Secured Party of record.

AND

Check one of these three boxes to:

☐ CHANGE name and/or address: Complete item 6a or 6b; and item 7a or 7b and item 7c

☐ ADD name: Complete item 7a or 7b, and item 7c

☐ DELETE name: Give record name to be deleted in item 6a or 6b

6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only one name (6a or 6b)

<i>OR</i>	<i>6a. ORGANIZATION'S NAME</i>			
	<i>6b. INDIVIDUAL'S SURNAME</i>	<i>FIRST PERSONAL NAME</i>	<i>ADDITIONAL NAME(S)/INITIAL(S)</i>	<i>SUFFIX</i>

7. CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact full name; do not omit, modify, or abbreviate any part of the Debtor's name)

<i>OR</i>	<i>7a. ORGANIZATION'S NAME</i>				
	<i>7b. INDIVIDUAL'S SURNAME</i>				
	<i>FIRST PERSONAL NAME</i>				
	<i>ADDITIONAL NAME(S)/INITIAL(S)</i>				<i>SUFFIX</i>
<i>7c. MAILING ADDRESS</i>		<i>CITY</i>	<i>STATE</i>	<i>POSTAL CODE</i>	<i>COUNTRY</i>

8. ☐ COLLATERAL CHANGE: Also check one of these four boxes:

☐ ADD collateral ☐ DELETE collateral ☐ RESTATE covered collateral ☐ ASSIGN collateral

Indicate collateral:

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)

If this is an Amendment authorized by a DEBTOR, check here ☐ and provide name of authorizing Debtor

OR	9a. ORGANIZATION'S NAME			
	9b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

10. OPTIONAL FILER REFERENCE DATA:

[UCC FINANCING STATEMENT AMENDMENT (Form UCC3)]

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS

11. INITIAL FINANCING STATEMENT FILE NUMBER: Same as item 1a on Amendment form

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT: Same as item 9 on Amendment form

OR	12a. ORGANIZATION'S NAME	
	12b. INDIVIDUAL'S SURNAME	
	FIRST PERSONAL NAME	
	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

THE ABOVE SPACE IS FOR
FILING OFFICE USE ONLY

13. Name of DEBTOR on related financing statement (Name of a current Debtor of record required for indexing purposes only in some filing offices - see Instruction item 13): Provide only one Debtor name (13a or 13b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); see Instructions if name does not fit

OR	13a. ORGANIZATION'S NAME			
	13b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX

14. ADDITIONAL SPACE FOR ITEM 8 (Collateral)

15. This FINANCING STATEMENT AMENDMENT:

- ☐ covers timber to be cut
- ☐ covers as-extracted collateral
- ☐ is filed as a fixture filing

17. Description of real estate:

16. Name and address of a RECORD OWNER of real estate described in item 17 (if Debtor does not have a record interest):

18. MISCELLANEOUS:

[UCC FINANCING STATEMENT AMENDMENT ADDENDUM (Form UCC3Ad)]

* * *

§ 9-607. COLLECTION AND ENFORCEMENT BY SECURED PARTY

* * *

*(b) If necessary to enable a secured party to exercise ~~under subsection~~
subdivision (a)(3) of this section the right of a debtor to enforce a mortgage
nonjudicially, the secured party may record in the office in which a record of
the mortgage is recorded:*

*(1) a copy of the security agreement that creates or provides for a
security interest in the obligation secured by the mortgage; and*

(2) the secured party's sworn affidavit in recordable form stating that:

*(A) a default has occurred with respect to the obligation secured by
the mortgage; and*

*(B) the secured party is entitled to enforce the mortgage
nonjudicially.*

* * *

Part 8. Transition Provisions for 2010 Amendments

§ 9-801. EFFECTIVE DATE

Act [] of ~~2013~~ 2014, adopting the 2010 Uniform Commercial Code
amendments promulgated by the National Conference of Commissioners on
Uniform State Laws, referred to in this part as "the Act," takes effect on
July 1, ~~2013~~ 2014.

§ 9-802. SAVINGS CLAUSE

(a) Except as otherwise provided in this part, the provisions of the Act apply to a transaction or lien within its scope, even if the transaction or lien was entered into or created before the Act takes effect.

(b) The provisions of the Act do not affect an action, case, or proceeding commenced before the Act takes effect.

§ 9-803. SECURITY INTEREST PERFECTED BEFORE EFFECTIVE

DATE

(a) A security interest that is a perfected security interest immediately before the Act takes effect is a perfected security interest under Article 9 of this title, as amended by the Act if, when the Act takes effect, the applicable requirements for attachment and perfection under Article 9 of this title, as amended by the Act, are satisfied without further action.

(b) Except as otherwise provided in section 9-805 of this title, if, immediately before the Act takes effect, a security interest is a perfected security interest, but the applicable requirements for perfection under Article 9 of this title, as amended by the Act, are not satisfied when the Act takes effect, the security interest remains perfected thereafter only if the applicable requirements for perfection under Article 9 of this title, as amended by the Act, are satisfied within one year after the Act takes effect.

§ 9-804. SECURITY INTEREST UNPERFECTED BEFORE EFFECTIVE

DATE

A security interest that is an unperfected security interest immediately before the Act takes effect becomes a perfected security interest:

(1) without further action, when the Act takes effect if the applicable requirements for perfection under Article 9 of this title, as amended by the Act, are satisfied before or at that time; or

(2) when the applicable requirements for perfection are satisfied if the requirements are satisfied after that time.

§ 9-805. EFFECTIVENESS OF ACTION TAKEN BEFORE EFFECTIVE

DATE

(a) The filing of a financing statement before the Act takes effect is effective to perfect a security interest to the extent the filing would satisfy the applicable requirements for perfection under Article 9 of this title, as amended by the Act.

(b) The Act does not render ineffective an effective financing statement that, before the Act takes effect, is filed and satisfies the applicable requirements for perfection under the law of the jurisdiction governing perfection as provided in Article 9 of this title as it existed before the amendment. However, except as otherwise provided in subsections (c) and (d) of this section and section 9-806 of this title, the financing statement ceases to be effective:

(1) if the financing statement is filed in this State, at the time the financing statement would have ceased to be effective had the Act not taken effect; or

(2) if the financing statement is filed in another jurisdiction, at the earlier of:

(A) the time the financing statement would have ceased to be effective under the law of that jurisdiction; or

(B) June 30, ~~2018~~ 2019.

(c) The filing of a continuation statement after the Act takes effect does not continue the effectiveness of a financing statement filed before the Act takes effect. However, upon the timely filing of a continuation statement after the Act takes effect and in accordance with the law of the jurisdiction governing perfection as provided under Article 9 of this title, as amended by the Act, the effectiveness of a financing statement filed in the same office in that jurisdiction before the Act takes effect continues for the period provided by the law of that jurisdiction.

(d) Subdivision (b)(2)(B) of this section applies to a financing statement that, before the Act takes effect, is filed against a transmitting utility and satisfies the applicable requirements for perfection under the law of the jurisdiction governing perfection as provided in Article 9 of this title, as it existed before amendment, only to the extent that Article 9 of this title, as

amended by the Act, provides that the law of a jurisdiction other than the jurisdiction in which the financing statement is filed governs perfection of a security interest in collateral covered by the financing statement.

(e) A financing statement that includes a financing statement filed before the Act takes effect and a continuation statement filed after the Act takes effect is effective only to the extent that it satisfies the requirements of Article 9, Part 5 of this title, as amended by the Act, for an initial financing statement. A financing statement that indicates that the debtor is a decedent's estate indicates that the collateral is being administered by a personal representative within the meaning of subdivision 9-503(a)(2) of this title, as amended by the Act. A financing statement that indicates that the debtor is a trust or is a trustee acting with respect to property held in trust indicates that the collateral is held in a trust within the meaning of subdivision 9-503(a)(3) of this title, as amended by the Act.

§ 9-806. WHEN AN INITIAL FINANCING STATEMENT SUFFICES TO
CONTINUE EFFECTIVENESS OF A FINANCING STATEMENT

(a) The filing of an initial financing statement in the office specified in section 9-501 of this title continues the effectiveness of a financing statement filed before the Act takes effect if:

(1) the filing of an initial financing statement in that office would be effective to perfect a security interest under Article 9 of this title, as amended by the Act;

(2) the pre-effective-date financing statement was filed in an office in another state; and

(3) the initial financing statement satisfies subsection (c) of this section.

(b) The filing of an initial financing statement under subsection (a) of this section continues the effectiveness of the pre-effective-date financing statement:

(1) if the initial financing statement is filed before the Act takes effect, for the period provided in section 9-515 of this title, as it existed before the Act took effect, with respect to an initial financing statement; and

(2) if the initial financing statement is filed after the Act takes effect, for the period provided in section 9-515 of this title, as amended by the Act, with respect to an initial financing statement.

(c) To be effective for purposes of subsection (a) of this section, an initial financing statement shall:

(1) satisfy the requirements of Article 9, Part 5 of this title, as amended by the Act, for an initial financing statement;

(2) identify the pre-effective-date financing statement by indicating the office in which the financing statement was filed and provide the dates of filing

and file numbers, if any, of the financing statement and of the most recent continuation statement filed with respect to the financing statement; and

(3) indicate that the pre-effective-date financing statement remains effective.

§ 9-807. AMENDMENT OF PRE-EFFECTIVE-DATE FINANCING
STATEMENT

(a) In this section, “pre-effective-date financing statement” means a financing statement filed before the Act takes effect.

(b) After the Act takes effect, a person may add or delete collateral covered by, continue or terminate the effectiveness of, or otherwise amend the information provided in, a pre-effective-date financing statement only in accordance with the law of the jurisdiction governing perfection as provided in Article 9 of this title, as amended by the Act. However, the effectiveness of a pre-effective-date financing statement also may be terminated in accordance with the law of the jurisdiction in which the financing statement is filed.

(c) Except as otherwise provided in subsection (d) of this section, if the law of this State governs perfection of a security interest, the information in a pre-effective-date financing statement may be amended after the Act takes effect only if:

(1) the pre-effective-date financing statement and an amendment are filed in the office specified in section 9-501 of this title;

(2) an amendment is filed in the office specified in section 9-501 of this title concurrently with, or after the filing in that office of, an initial financing statement that satisfies subsection 9-806(c) of this title; or

(3) an initial financing statement that provides the information as amended and satisfies subsection 9-806(c) of this title is filed in the office specified in section 9-501 of this title.

(d) If the law of this State governs perfection of a security interest, the effectiveness of a pre-effective-date financing statement may be continued only under subsections 9-805(c) and (e) or section 9-806 of this title.

(e) Whether or not the law of this state governs perfection of a security interest, the effectiveness of a pre-effective-date financing statement filed in this State may be terminated after the Act takes effect by filing a termination statement in the office in which the pre-effective-date financing statement is filed, unless an initial financing statement that satisfies subsection 9-806(c) of this title has been filed in the office specified by the law of the jurisdiction governing perfection as provided in Article 9 of this title, as amended by the Act, as the office in which to file a financing statement.

§ 9-808. PERSON ENTITLED TO FILE INITIAL FINANCING

STATEMENT OF CONTINUATION STATEMENT

A person may file an initial financing statement or a continuation statement pursuant to the provisions of this section if:

(1) the secured party of record authorizes the filing; and

(2) the filing is necessary under this section:

(A) to continue the effectiveness of a financing statement filed before
the Act takes effect; or

(B) to perfect or continue the perfection of a security interest.

§ 9-809. PRIORITY

The Act determines the priority of conflicting claims to collateral.
However, if the relative priorities of the claims were established before the Act
takes effect, Article 9 of this title, as it existed before amendment by the Act,
determines priority.

Sec. 2. EFFECTIVE DATE

This act shall take effect on July 1, ~~2013~~ 2014.